

**WHITE & CASE LLP**

J. Christopher Shore  
Philip Abelson  
David Turetsky  
Michele J. Meises  
1221 Avenue of the Americas  
New York, NY 10020  
Telephone: (212) 819-8200  
Facsimile: (212) 354-8113

– and –

Gregory F. Pesce (admitted *pro hac vice*)  
111 South Wacker Drive, Suite 5100  
Chicago, IL 60606-4302  
Telephone: (312) 881-5400  
Facsimile: (305) 881-5450

*Counsel to Official Committee of Unsecured Creditors*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

	)	
In re:	)	Chapter 11
	)	
Genesis Global Holdco, LLC, <i>et al.</i> , <sup>1</sup>	)	Case No.: 23-10063 (SHL)
	)	
Debtors.	)	Jointly Administered
	)	

**NOTICE OF FIRST INTERIM FEE APPLICATION OF WHITE & CASE LLP,  
COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS,  
FOR COMPENSATION FOR SERVICES RENDERED  
AND REIMBURSEMENT OF EXPENSES INCURRED,  
FOR THE PERIOD FEBRUARY 10, 2023 THROUGH MAY 31, 2023**

**PLEASE TAKE NOTICE** that White & Case LLP has filed the attached *First Interim Application of White & Case LLP, Counsel to the Official Committee of Unsecured Creditors, for Compensation for Services Rendered and Reimbursement of Expenses Incurred for the Period February 10, 2023 Through May 31, 2023* (the “**Application**”).

<sup>1</sup> The Debtors in these chapter 11 cases along with the last four digits of each Debtor’s tax identification number (as applicable) are as follows: Genesis Global Holdco, LLC (8219); Genesis Global Capital, LLC (8564); and Genesis Asia Pacific Pte. Ltd. (2164R). For the purpose of these chapter 11 cases, the service address for the Debtors is 250 Park Avenue South, 5th Floor, New York, NY 10003.

**PLEASE TAKE FURTHER NOTICE** that, if any party wishes to file a response or objection to the Application, any such response or objection must be timely filed on or before the seventh day before the hearing on such Application, such hearing yet to be scheduled. At the same time, you must serve a copy of the objection or response on the undersigned attorneys.

**PLEASE TAKE FURTHER NOTICE THAT IF YOU FAIL TO RESPOND IN ACCORDANCE WITH THIS NOTICE, THE COURT MAY GRANT THE RELIEF REQUESTED BY THE APPLICATION WITHOUT FURTHER NOTICE OR HEARING.**

*[Remainder of Page Left Intentionally Blank]*

Dated: July 19, 2023  
New York, New York

Respectfully submitted,

By: /s/ Philip Abelson

**WHITE & CASE LLP**

J. Christopher Shore

Philip Abelson

David Turetsky

Michele J. Meises

1221 Avenue of the Americas

New York, NY 10020

Telephone: (212) 819-8200

Facsimile: (212) 354-8113

E-mail: cshore@whitecase.com

philip.abelson@whitecase.com

david.turetsky@whitecase.com

michele.meises@whitecase.com

– and –

Gregory F. Pesce (admitted *pro hac vice*)

111 South Wacker Drive, Suite 5100

Chicago, IL 60606-4302

Telephone: (312) 881-5400

Facsimile: (305) 881-5450

E-mail: gregory.pesce@whitecase.com

*Counsel to Official Committee of  
Unsecured Creditors*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

	)	
In re:	)	Chapter 11
	)	
Genesis Global Holdco, LLC, <i>et al.</i> , <sup>1</sup>	)	Case No.: 23-10063 (SHL)
	)	
Debtors.	)	Jointly Administered
	)	

**COVER SHEET FOR  
FIRST INTERIM APPLICATION OF WHITE & CASE LLP,  
COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS,  
FOR COMPENSATION FOR SERVICES RENDERED  
AND REIMBURSEMENT OF EXPENSES INCURRED  
FOR THE PERIOD FEBRUARY 10, 2023 THROUGH MAY 31, 2023**

<b>Name of Applicant:</b>	White & Case LLP
<b>Name of Client:</b>	Official Committee of Unsecured Creditors
<b>Petition Date:</b>	January 19, 2023
<b>Retention Date:</b>	April 13, 2023, effective as of February 10, 2023
<b>Date of Order Approving Retention:</b>	April 13, 2023 [Docket No. 222]
<b>Time Period Covered by Application:</b>	February 10, 2023 – May 31, 2023
<b>Total Fees Requested in This Application:</b>	\$7,759,595.00
<b>Total Expenses Requested in This Application:</b>	\$11,065.14
<b>Total Fees and Expenses Requested in This Application:</b>	\$7,770,660.14
<b>Total Fees and Expenses Previously Voluntarily Reduced and Not Included in This Application</b>	\$1,134,726.24

<sup>1</sup> The Debtors in these chapter 11 cases along with the last four digits of each Debtor's tax identification number (as applicable) are as follows: Genesis Global Holdco, LLC (8219); Genesis Global Capital, LLC (8564); and Genesis Asia Pacific Pte. Ltd. (2164R). For the purpose of these chapter 11 cases, the service address for the Debtors is 250 Park Avenue South, 5th Floor, New York, NY 10003.

**Summary of Monthly Fee Statements for Compensation Period**

<b>Dated Filed &amp; Docket No.</b>	<b>Statement Period</b>	<b>Total Requested Fees (100%)</b>	<b>Interim Fees Paid or to Be Paid (80%)</b>	<b>Fee Holdback (20%)</b>	<b>Total Expenses Requested (100%)</b>	<b>Interim Expenses Paid or to Be Paid (100%)</b>
04/20/2023 Docket No. 239	02/10/2023- 02/28/2023	\$1,431,169.00	\$1,144,935.20	\$286,233.80	\$427.70	\$427.70
05/10/2023 Docket No. 305	03/01/2023- 03/31/2022	\$2,343,957.00	\$1,875,165.60	\$468,791.40	\$3,098.69	\$3,098.69
06/12/2023 Docket No. 420	04/01/2023- 04/30/2023	\$2,124,045.00	\$1,699,236.00	\$424,809.00	\$1,795.31	\$1,795.31
07/03/2023 Docket No. 474	05/1/2023- 05/31/2023	\$1,860,424.00	\$1,488,339.20	\$372,084.80	\$5,743.44	\$5,743.44
<b>Total</b>		\$7,759,595.00	\$6,207,676.00	\$1,551,919.00	\$11,065.14	\$11,065.14

**Prior Interim Compensation Orders**

None.

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

	)	
In re:	)	Chapter 11
	)	
Genesis Global Holdco, LLC, <i>et al.</i> , <sup>1</sup>	)	Case No.: 23-10063 (SHL)
	)	
Debtors.	)	Jointly Administered
	)	

**FIRST INTERIM APPLICATION OF WHITE & CASE LLP,  
COUNSEL FOR OFFICIAL COMMITTEE OF UNSECURED CREDITORS,  
FOR COMPENSATION FOR SERVICES RENDERED  
AND REIMBURSEMENT OF EXPENSES INCURRED  
FOR THE PERIOD FEBRUARY 10, 2023 THROUGH MAY 31, 2023**

White & Case LLP (“**White & Case**”), counsel to the Official Committee of Unsecured Creditors (the “**Committee**”) appointed in the cases of the above-captioned debtors and debtors in possession (collectively, the “**Debtors**”), hereby files its first interim application (the “**Application**”) for allowance of reasonable compensation for services rendered and reimbursement of actual and necessary expenses incurred on behalf of the Committee in the aggregate amount of \$7,770,660.14 for the period February 10, 2023 through May 31, 2023 (the “**Compensation Period**”), inclusive of the aggregate holdback amounts for the Compensation Period. White & Case has previously been paid \$4,719,336.80 in fees and \$2,650.71 in expenses for services rendered and expenses incurred during the Compensation Period pursuant to the Interim Compensation Procedures (as defined below), and therefore, White & Case only seeks payment of \$3,048,672.63 which has not been paid to date for the Compensation Period, less any further amounts to be paid pursuant to the Interim Compensation Procedures after this Application

<sup>1</sup> The Debtors in these chapter 11 cases along with the last four digits of each Debtor’s tax identification number (as applicable) are as follows: Genesis Global Holdco, LLC (8219); Genesis Global Capital, LLC (8564); and Genesis Asia Pacific Pte. Ltd. (2164R). For the purpose of these chapter 11 cases, the service address for the Debtors is 250 Park Avenue South, 5th Floor, New York, NY 10003.

is filed. White & Case previously wrote off \$1,134,726.24 in fees and expenses and does not seek payment of such amounts through this Application.

### **JURISDICTION, VENUE, AND STATUTORY PREDICATES**

1. This Court has jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157 and 1334. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2). Venue before this Court is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

2. The statutory bases for the relief requested herein are sections 330, 331, and 1103 of title 11 of the United States Code (the “**Bankruptcy Code**”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), Rule 2016-1(a) of the Local Rules of Bankruptcy Practice and Procedure for the United States Bankruptcy Court for the Southern District of New York (the “**Local Rules**”), General Order M-447, the *Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases pursuant to Local Rule 2016-1(a) (as updated June 17, 2013)* (the “**Local Guidelines**”), and the *U.S. Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases, effective November 1, 2013* (the “**U.S. Trustee Guidelines**” and, together with the Local Guidelines, the “**Guidelines**”). Attached hereto as **Exhibit A** is a certification regarding compliance with the Guidelines.

### **BACKGROUND**

3. On January 19, 2023 (the “**Petition Date**”), each of the Debtors filed a voluntary petition for relief in this Court under chapter 11 of the Bankruptcy Code. The Debtors continue to operate their businesses and manage their properties as debtors in possession under sections 1107 and 1108 of the Bankruptcy Code. No trustee or examiner has been appointed in these chapter 11

cases.

4. The Debtors' chapter 11 cases are being jointly administered pursuant to Bankruptcy Rule 1015(b) and the Court's *Order Directing Joint Administration of Related Chapter 11 Cases* [Docket No. 37], entered on January 26, 2023.

5. On February 3, 2023, the Office of the United States Trustee for the Southern District of New York (the "**U.S. Trustee**") appointed seven of the Debtors' unsecured creditors to serve as members of the Committee [Docket No. 55].

6. On March 16, 2023, the Committee filed its *Application for Entry of an Order Authorizing the Employment and Retention of White & Case LLP as Counsel Effective as of February 10, 2023* (the "**Retention Application**") [Docket No. 136]. By order entered on April 13, 2023 [Docket No. 222], the Court approved the Retention Application and authorized the Committee to retain White & Case, effective as of February 10, 2023, to serve as its counsel in these Chapter 11 Cases.

#### **SUMMARY OF MONTHLY FEE STATEMENTS**

7. On February 24, 2023, the Court entered the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* [Docket No. 101] (the "**Interim Compensation Procedures**"). Pursuant to the Interim Compensation Procedures, White & Case is authorized to file and serve monthly fee statements ("**Monthly Fee Statements**") on the Monthly Fee Statement Recipients (as defined in the Interim Compensation Procedures). If no objections are raised prior to the expiration of the applicable objection deadline established by the Interim Compensation Procedures, the Debtors are authorized to pay 80% of the fees and 100% of the expenses identified in such Monthly Fee Statements.

8. White & Case filed Monthly Fee Statements during the Compensation Period as set



forth in the summary attached hereto. To date, White & Case received \$4,721,987.51 from the Debtors on account of the Monthly Fee Statements during the Compensation Period, corresponding to \$4,719,336.80 in fees and \$2,650.71 in expenses.<sup>1</sup> To date, and assuming no objections are raised to White & Case's pending Monthly Fee Statements, White & Case's fee holdback during the Compensation Period will be \$1,551,919.00.<sup>2</sup> Accordingly, as of this date, White & Case remains to be paid \$3,048,672.63 for fees earned and expenses incurred in connection with providing services on behalf of the Committee during the Compensation Period.

**SUMMARY OF PROFESSIONAL COMPENSATION  
AND REIMBURSEMENT OF EXPENSES REQUESTED**

9. By this Application, White & Case seeks interim allowance and award of compensation for the professional services rendered by White & Case as counsel to the Committee during the Compensation Period with regard to (i) fees for legal services in the amount of \$7,759,595.00, representing 6,436.6 hours of services rendered, and (ii) expenses in the amount of \$11,065.14, representing actual and necessary expenses incurred by White & Case during the Compensation Period in connection with rendering such services.<sup>3</sup>

10. Prior to filing each respective Monthly Fee Statement covering the Compensation Period, White & Case reviewed its fees (which totaled \$8,894,257.50 for 7,528.6 hours of services rendered) and expenses (which totaled \$11,128.88). Following that review, White & Case voluntarily elected to reduce its fees by 1,092.0 hours, amounting to \$1,134,662.50 in fees (~12.8%

---

<sup>1</sup> Assuming that no objections are raised with respect to its May Monthly Fee Statement [Docket No. 474], White & Case would expect to be paid \$1,488,339.20 in fees and \$5,743.44 in expenses pursuant to the Interim Compensation Procedures before this Application is decided.

<sup>2</sup> The Monthly Fee Statements submitted by White & Case are also subject to a 20% fee holdback as provided in the Interim Compensation Procedures. As discussed further below, \$2,670.99 in expenses for the March Monthly Fee Statement also remain unpaid.

<sup>3</sup> In White & Case's March Monthly Fee Statement, while Exhibit D correctly identified the expenses sought to be reimbursed as aggregating \$3,098.69, the body of the Monthly Fee Statement inadvertently understated White & Case's expenses by \$2,670.99. To the extent that \$2,670.99 has not already been approved pursuant to the Interim Compensation Procedures, White & Case requests approval of this amount by this Application.

of fees for services rendered during the Compensation Period) and its expenses by \$63.74. White & Case does not seek payment for the fees and expenses that it voluntarily wrote off. Therefore, by this Application, White & Case requests allowance of fees and expenses incurred during the Compensation Period in an aggregate amount of \$7,770,660.14, consisting of \$7,759,595.00 for fees for services rendered and \$11,065.14 in expenses incurred.

11. All services for which White & Case requests compensation in this Application were performed for or on behalf of the Committee. During the Compensation Period, other than pursuant to the Interim Compensation Procedures, White & Case has received no payment and no promises of payment from any source for services rendered or to be rendered in connection with the matters covered by this Application. There is no agreement or understanding between White & Case and any other person (other than the partners of White & Case) for the sharing of compensation to be received for services rendered in these Chapter 11 Cases.

12. Pursuant to the Guidelines, **Exhibit B** to this Application sets forth a timekeeper summary that includes: (a) the name, title, year of admission to practice (if applicable), and area of expertise of each individual who provided services during the Compensation Period; (b) the aggregate hours spent by each individual for which compensation is sought by White & Case; (c) the average hourly billing rate for each such individual; and (d) the amount of fees for each such individual for which compensation is sought by White & Case. The blended rate for compensation requested in this Application is approximately \$1,206 per hour.<sup>4</sup>

13. **Exhibit C** to this Application sets forth a project summary that includes the aggregate hours and fees per project category spent by White & Case timekeepers in rendering services to the Committee during the Compensation Period.

---

<sup>4</sup> The blended rate is calculated by taking the total of fees sought in this Application and dividing by the total of hours sought in the Monthly Fee Statements, rounded to the nearest dollar.

14. **Exhibit D** to this Application sets forth a summary of blended hourly rates for timekeepers who billed to nonbankruptcy matters and blended hourly rates for timekeepers who billed to the estates in the Chapter 11 Cases during the Compensation Period. As set forth on **Exhibit D**, the fees charged by White & Case in these Chapter 11 Cases are billed in accordance with White & Case's existing billing rates and procedures in effect during the Compensation Period. The rates White & Case charges for the services rendered by its professionals and paraprofessionals in the Chapter 11 Cases are the same rates White & Case charges for services rendered in comparable bankruptcy and nonbankruptcy related matters. Such fees are reasonable based on the customary compensation charged by comparably skilled practitioners in comparable bankruptcy and nonbankruptcy matters in a competitive legal market.

15. White & Case's computerized time records for White & Case timekeepers for which compensation is sought by White & Case, including a complete itemization of tasks performed in rendering services to the Committee organized by project category during the Compensation Period, are attached as exhibits to its Monthly Fee Statements filed at Docket Nos. 239, 305, 420, and 474, and are incorporated by reference herein.

16. **Exhibit E** to this Application sets forth both a summary of (i) expenses for which White & Case seeks reimbursement; and (ii) expenses of Committee members. Detailed line-item entries for such expenses are attached as exhibits to its Monthly Fee Statements filed at Docket Nos. 239, 305, 420, and 474, and are incorporated by reference herein.

17. Pursuant to the Guidelines, White & Case provided a copy of this Application to the members of the Committee prior to filing. White & Case will also provide the U.S. Trustee with the Application contemporaneously with filing.

**SUMMARY OF LEGAL SERVICES RENDERED  
DURING THE FIRST INTERIM FEE PERIOD**

18. White & Case has provided legal services to the Committee with the paramount goal of enhancing recoveries for, and protecting the rights of, the Debtors' lenders and other unsecured creditors. To provide an orderly and meaningful summary of the services rendered by White & Case during the Compensation Period, White & Case used project categories in connection with the Chapter 11 Cases, as required by the Guidelines. The following is a summary of the most significant professional services rendered by White & Case during the Compensation Period, organized in accordance with White & Case's project categories.

No.	Category Name	Hours	Fees
	Brief Narrative Summary		
<b>B01</b>	<b>Asset Sales</b>	100.2	\$130,744.00
	During the Compensation Period, White & Case expended time reviewing and commenting on the Debtors' proposed sales process of the Genesis Platform. In connection therewith, White & Case reviewed and provided comments on the Debtors' proposed bidding procedures, which led to substantial revisions to the order authorizing such procedures. [Docket No. 191]. White & Case also prepared and filed a limited objection to the bidding procedures. [Docket No. 167]. The bidding procedures were approved by the Court on March 31, 2023. [Docket No. 192]. White & Case also negotiated NDAs with various parties during the Compensation Period.		
<b>B02</b>	<b>Automatic Stay Issues</b>	214.8	\$242,964.00
	During the Compensation Period, White & Case expended time responding to the motion for relief from the stay filed by Soichiro "Michael" Moro [Docket No. 165]. Because the Debtors had advised the Committee that they are taking the position that they cannot object to Mr. Moro's motion to lift the stay to access proceeds of the insurance policy pursuant to the terms thereof, it was necessary for White & Case to draft the objection [Docket No. 235] as well as prepare for and attend the hearing to consider Mr. Moro's motion. White & Case also committed time to analyze and respond to the motion for relief from stay filed by FTX Trading Ltd. ("FTX") and affiliated debtors. [Docket No. 289]. In connection therewith, White & Case conferred internally and with the Debtors' and the Committee's professionals, prepared a draft potential objection, and eventually drafted a joinder to the Debtors' objection to FTX's motion. [Docket No. 235, 407].		

No.	Category Name	Hours	Fees
	Brief Narrative Summary		
<b>B03</b>	<b>Case Administration</b>	145.9	\$151,178.00
	Because of the size and complexity of these Chapter 11 Cases, daily case administration matters necessarily required substantial services by White & Case during the Compensation Period, particularly during the first few weeks of White & Case's engagement. White & Case professionals and paraprofessionals were involved in the following activities, among others, relating to administration of these Chapter 11 Cases during the Compensation Period: (i) conference calls with the W&C team to discuss and review on a detailed basis various workstreams, staffing, and upcoming deadlines; (ii) conference calls with the other Committee advisors to discuss and coordinate work product; (iii) attending to external file management, including external data rooms, and preparing and filing papers on the Court docket and serving same; and (iv) attending to internal file management, including establishing an internal case calendar, preparing workstream trackers, reviewing relevant critical dates, organizing Court filings and transcripts, preparing materials for hearings, and monitoring work in progress.		
<b>B04</b>	<b>Case Strategy</b>	335.5	\$491,082.00
	During the Compensation Period, White & Case professionals devoted substantial time and effort to developing an overall strategy to maximize value for unsecured creditors. White & Case professionals had numerous strategy calls, including, among others: (i) internally with other White & Case professionals; (ii) with one or more representatives from some or all of the Committee's professionals; (iii) with one or more representatives from some or all of the Debtors' professionals; and (iv) with one or more representatives from some or all of the Ad Hoc Group of Genesis Lenders.		
<b>B05</b>	<b>Cash Management &amp; Intercompany Issues</b>	94.2	\$111,905.00
	During the Compensation Period, White & Case reviewed the Debtors' cash management motion and conferred with the Debtors regarding cash management and intercompany issues. White & Case also prepared and filed a statement, and later a limited objection, on behalf of the Committee with respect to the Debtors' cash management motion, and the Committee's previously-filed statement and limited objection thereto. [Docket Nos. 88, 91]. White & Case also provided comments to the proposed cash management order [Docket No. 126], which order was later entered by the Court on March 21, 2023 [Docket No. 150].		
<b>B06</b>	<b>Claims Administration &amp; Objections</b>	165.8	\$205,577.00
	During the Compensation Period, White & Case expended substantial time reviewing and providing comments to the Debtors on their draft bar date motion, procedures for filing proofs of claim, and proposed proof of claim forms, which the Debtors largely incorporated. [Docket No. 190]. White & Case also prepared and filed a reservation of rights with respect to the Debtors' bar date motion. [Docket No. 159]. Additionally, White & Case spent time		

No.	Category Name	Hours	Fees
	Brief Narrative Summary		
	analyzing various claims issues, including: (i) priority issues, (ii) preference claims and defenses; (iii) claims related to cryptocurrency entities; and (iv) estimation issues.		
<b>B07</b>	<b>Committee Meetings &amp; Communications</b>	836.3	\$1,112,167.00
	During the Compensation Period, White & Case spent significant time preparing for and attending meetings of the Committee and the communications subcommittee, each of which occurred on a weekly basis, as well as regularly communicating with the Committee on key developments in the Chapter 11 Cases, including (i) calls and e-mails with the Committee's professionals to prepare for Committee meetings and (ii) preparing meeting agendas, slide presentations, and other discussion materials. White & Case professionals also took minutes and notes of the contents of these meetings. In addition, White & Case had many one-off communications with Committee members, particularly with respect to case strategy, case filings, and ongoing developments.		
<b>B08</b>	<b>Corporate, Securities &amp; Regulatory Issues</b>	272.3	\$391,457.00
	During the Compensation Period, White & Case advised the Committee with respect to corporate, securities, and other regulatory law issues as applied to the Debtors and their proposed restructuring, including, notably, issues related to the May loans and forbearance. This required extensive research, due diligence, and analysis, as well as discussions with the Debtors' professionals regarding the same, particularly with respect to the Debtors' regulatory compliance.		
<b>B09</b>	<b>Crypto Matters, Business Operations &amp; Utilities</b>	56.2	\$72,402.00
	During the Compensation Period, White & Case advised the Committee regarding various issues related to crypto matters and business operations, primarily with respect to first- and second-day motions related to the Debtors' business operations, including coins and wallets.		
<b>B10</b>	<b>Creditor Communications</b>	290.1	\$324,695.00
	During the Compensation Period, White & Case expended significant efforts assisting the Committee in connection with various means of communicating with creditors, including engaging Kroll to provide a website for the Committee, as well as other creditor engagement services. In addition to working with Kroll in connection with establishing the Committee's website, White & Case committee substantial time preparing and revising materials to be posted on the website, including preparing and revising numerous FAQs answering common questions from the Debtors' lenders, as well as slide decks providing weekly updates. White & Case also drafted and filed a motion to approve information sharing protocols during the Compensation Period, which was filed on March 1 and was granted on March 21, 2023.		

No.	Category Name	Hours	Fees
	Brief Narrative Summary		
	[Docket No. 111, 152]. White & Case professionals also attended the 341 Creditor Meeting on April 13, 2023 [Docket No. 161].		
<b>B11</b>	<b>Exclusivity, Plan &amp; Disclosure Statement</b>	469.9	\$574,486.00
	During the Compensation Period, White & Case expended significant time analyzing the Debtors' initial chapter 11 plan term sheet and chapter 11 plan, conducting research in connection with same, conferring with the Committee's advisors on numerous restructuring issues, negotiating with the Debtors, the Ad Hoc Group of Genesis Lenders, Gemini, and DCG over various plan constructs, and advising the Committee regarding same. In addition, White & Case committed substantial time reviewing and commenting on the Debtors' amended chapter 11 plan as well as the disclosure statement in support thereof. White & Case also reviewed and commented on the Debtors' motion to extend their exclusive periods to file and solicit a chapter 11 plan and drafted a filed a statement and reservation of rights regarding same [Docket No. 329, 375].		
<b>B12</b>	<b>Executory Contracts &amp; Unexpired Leases</b>	0.0	\$0.00
	During the Compensation Period, White & Case did not commit any time to this project category.		
<b>B13</b>	<b>GAP Issues</b>	50.2	\$63,361.00
	During the Compensation Period, White & Case advised the Committee with respect to the particular issues surrounding Genesis Asia Pacific, including the Singapore recognition proceedings and claims involving Three Arrows. White & Case also drafted and filed a reservation of rights related to the Debtors' stipulation with the foreign representative of Three Arrows. [Docket No. 122].		
<b>B14</b>	<b>Hearings</b>	119.6	\$140,609.00
	During the Compensation Period, White & Case professionals prepared for and attended the hearings and status conferences held on February 22, March 15, March 30, April 24, April 25, April 26, and April 28, 2023.		
<b>B15</b>	<b>Investigations</b>	2060.5	\$2,274,090.00
	During the Compensation Period, White & Case expended substantial time investigating claims belonging to the Debtors' estates, as well as claims that could be asserted against the Debtors' estates. The Committee's investigation work has been critical to its negotiating position in the ongoing mediation. The Committee's investigation work has included, but is not limited to:		
	<ul style="list-style-type: none"> <li>The preparation of information requests to multiple parties;</li> </ul>		

No.	Category Name	Hours	Fees
	Brief Narrative Summary		
	<ul style="list-style-type: none"> <li>The collection and review of approximately 80,000 produced documents, including documents produced by the Debtors, DCG, and Gemini;</li> <li>Extensive legal research regarding the potential claims;</li> <li>Numerous conferences with counsel for the Debtors, DCG, and Gemini;</li> <li>Preparation of mediation materials based on factual findings and legal research; and</li> <li>Regular presentations to the Committee to keep it apprised of the investigation status.</li> </ul>		
<b>B16</b>	<b>Non-working Travel</b>	3.1	\$2,781.00
	During the Compensation Period, White & Case committed limited time to this project category.		
<b>B17</b>	<b>Professional Retention &amp; Fees – Other</b>	108.9	\$97,822.00
	During the Compensation Period, White & Case assisted in the preparation of retention applications for the Committee’s financial advisor (Berkeley Research Group, LLC), investment banker (Houlihan Lokey Capital, Inc.), and noticing and information agent (Kroll Restructuring Administration LLC), which were filed on March 16, 2023. [Docket Nos. 130, 131, 132], and responding to inquiries relating to same. Later, White & Case assisted in the preparation of retention applications for special litigation counsel to the Committee (Seward & Kissel LLP), which was filed on April 21, 2023. [Docket No. 243]. Additionally, White & Case filed the first, second, and third monthly fee statements for the Committee’s investment banker (Houlihan Lokey Capital, Inc.). [Docket Nos. 244, 245, and 335].		
<b>B18</b>	<b>Professional Retention &amp; Fees – W&amp;C</b>	189.2	\$188,491.00
	During the Compensation Period, White & Case prepared its retention application, which was filed on March 16, 2023 [Docket No. 136]. White & Case also prepared a budget and staffing plan for the initial period of these Chapter 11 Cases. Additionally, White & Case prepared its monthly fee statements for February, March, April, and May in accordance with the Interim Compensation Procedures, which were filed during or after the Compensation Period. [Docket Nos. 239, 305, 420, 474].		
<b>B19</b>	<b>Reports, Schedules &amp; Statements</b>	273.9	\$317,347.00
	During the Compensation Period, White & Case focused on addressing issues to preserve the confidentiality of personally identifiable information (“ <b>PII</b> ”) of both individual and institutional creditors. In addition to discussions with the Debtors regarding their motions to redact certain PII [Docket Nos. 14 and 67], and to supplement such motions, White & Case drafted a motion for an order requiring the redaction of certain personally identifiable information of the Debtors’ lenders from Court filings [Docket No. 137]. In connection therewith, White & Case coordinated with the Committee’s financial advisor, BRG, to file a declaration in support thereof. [Docket No. 156]. White & Case also prepared and filed on behalf of the Committee a statement in support of the Debtors’ redaction motions. [Docket		



No.	Category Name	Hours	Fees
	Brief Narrative Summary		
	No. 160]. White & Case also expended substantial efforts analyzing the U.S. Trustee's joint objection to the redaction motions filed by the Committee and by the Debtors and preparing and filing a reply as well as a supplemental declaration of BRG [Docket Nos. 182, 184]. White & Case later prepared and filed a revised proposed order [Docket No. 188], and a second supplemental declaration of BRG in support of the Committee's redaction motion, [Docket No. 232]. White & Case also reviewed the Debtors' schedules and statements of financial affairs during the Compensation Period and corresponded with the Committee's advisors and related professionals regarding various issues in connection with the Debtors' schedules and statements of financial affairs.		
<b>B20</b>	<b>Taxes</b>	155.6	\$206,212.00
	During the Compensation Period, White & Case analyzed the tax considerations of the Debtors' proposed term sheet as well as subsequent restructuring proposals, as well as potential claims under tax sharing agreements and the Debtors' amended chapter 11 plan and disclosure statement in support thereof.		
<b>B21</b>	<b>US Trustee Issues</b>	35.0	\$46,526.00
	During the Compensation Period, White & Case committed minimal time to this project category, primarily conferring with the U.S. Trustee regarding issues related to the Committee's retention applications and the U.S. Trustee's objection to the Committee's redaction motion.		
<b>B22</b>	<b>Mediation</b>	459.4	\$613,699.00
	During the Compensation Period, White & Case professionals conferred internally in preparation for, and attended, mediation sessions on May 4, 2023 and May 5, 2023 with various parties in interest. White & Case also prepared a statement in connection with the Debtors' motion for mediation. [Docket No. 252]. White & Case professionals also conferred after the mediation to discuss several issues stemming from and related to the mediation and communicated with various parties in interest about the same.		

**THE REQUESTED COMPENSATION SHOULD BE ALLOWED**

19. Section 331 of the Bankruptcy Code provides for interim compensation of professionals and incorporates the standards of section 330 of the Bankruptcy Code to govern the Court's award of such compensation. Section 330 provides that a court may award a professional employed under section 327 of the Bankruptcy Code "reasonable compensation for actual,

necessary services rendered . . . and reimbursement for actual, necessary expenses.” 11 U.S.C. § 330(a)(1). It also sets forth criteria for the award of such compensation and reimbursement, including (i) the complexity of the chapter 11 cases, (ii) the time expended, (iii) the nature and extent of the services rendered, (iv) the value of such services, and (v) the costs of comparable services other than in a case under this title. *Id.* § 330(a)(3).

20. White & Case submits that the services for which it seeks compensation and the expenses for which it seeks reimbursement in this Application were necessary for, and beneficial to, the Committee. During the Compensation Period, White & Case worked diligently to preserve and maximize the value of the Debtors’ estates for the benefit of all of the Debtors’ lenders and other unsecured creditors, including by performing the services summarized above and itemized on the time detail attached to the Monthly Fee Statement. The services rendered by White & Case were consistently performed in a timely manner commensurate with the complexity, importance, and nature of the issues involved. White & Case also coordinated with the Committee’s other retained professionals to limit the unnecessary duplication of services to the Committee. White & Case respectfully submits that the amounts requested herein are fair and reasonable given (i) the complexity of the Chapter 11 Cases, (ii) the time expended by White & Case’s professionals, (iii) the nature and extent of the services rendered, (iv) the value of such services, and (v) the costs of comparable services other than in a case under this title.

21. Accordingly, White & Case requests that the Court allow White & Case compensation and reimbursement of expenses in the amounts set forth herein. To the extent that any amounts for fees or expenses related to the Compensation Period were not processed prior to the preparation of this Application, White & Case reserves the right to request additional compensation for such services and reimbursement of such expenses in a future application.

### **NOTICE**

22. White & Case will provide notice of this Application to the following parties in accordance with the Interim Compensation Procedures: the Debtors c/o Genesis Global Holdco, LLC, Attn: Arianna Pretto-Sankman (e-mail: arianna@genesistrading.com); (ii) counsel to the Debtors, Cleary Gottlieb Steen & Hamilton, One Liberty Plaza, New York, New York 10006, Attn: Sean A. O'Neal, Esq., Jane VanLare, Esq. (e-mail: soneal@cgsh.com and jvanlare@cgsh.com); and (iii) the United States Trustee for the Southern District of New York, Alexander Hamilton Custom House, One Bowling Green, Suite 515, New York, New York 10004, Attn: Greg Zipes, Esq. (e-mail: greg.zipes@usdoj.gov). White & Case submits that, in light of the nature of the relief requested, no other or further notice need be given.

### **CONCLUSION**

23. White & Case respectfully requests that the Court enter an order (i) authorizing the interim and final allowance of compensation for professional services rendered during the Compensation Period and reimbursement of actual and necessary expenses incurred in the aggregate amount of \$7,770,660.14, consisting of \$7,759,595.00, representing 100% of fees incurred during the Compensation Period, and reimbursement of \$11,065.14, representing 100% of actual and necessary expenses incurred during the Compensation Period, (ii) providing that the allowance of such compensation for professional services rendered and reimbursement of actual and necessary expenses incurred be without prejudice to White & Case's right to seek additional compensation for services rendered and expenses incurred during the Compensation Period to the extent not processed at the time of the filing of this Application, (iii) directing payment by the Debtors of the difference between the amounts allowed and the amounts previously paid by the Debtors pursuant to the Interim Compensation Procedures, and (iv) granting such other or further

relief as the Court deems just and proper.

*[Remainder of Page Left Intentionally Blank]*

Dated: July 19, 2023  
New York, New York

Respectfully submitted,

*/s/ Philip Abelson*

---

**WHITE & CASE LLP**

J. Christopher Shore

Philip Abelson

David Turetsky

Michele J. Meises

1221 Avenue of the Americas

New York, New York 10020

Telephone: (212) 819-8200

Facsimile: (212) 354-8113

E-mail: david.turetsky@whitecase.com

philip.abelson@whitecase.com

david.turetsky@whitecase.com

michele.meises@whitecase.com

– and –

Gregory F. Pesce (admitted *pro hac vice*)

111 South Wacker Drive, Suite 5100

Chicago, IL 60606-4302

Telephone: (312) 881-5400

Facsimile: (305) 881-5450

E-mail: gregory.pesce@whitecase.com

*Counsel to the Official Committee of  
Unsecured Creditors*

**EXHIBIT A**

**Guidelines Certification**

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

	)	
In re:	)	Chapter 11
	)	
Genesis Global Holdco, LLC, <i>et al.</i> , <sup>1</sup>	)	Case No.: 23-10063 (SHL)
	)	
Debtors.	)	Jointly Administered
	)	

**CERTIFICATION UNDER GUIDELINES WITH RESPECT TO  
THE FIRST INTERIM APPLICATION OF WHITE & CASE LLP,  
COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS,  
FOR COMPENSATION FOR SERVICES RENDERED  
AND REIMBURSEMENT OF EXPENSES INCURRED  
FOR THE PERIOD FEBRUARY 10, 2023 THROUGH MAY 31, 2023**

I, Philip Abelson, hereby certify that:

1. I am a partner of the firm of White & Case LLP (“**White & Case**”), an international law firm, which maintains offices for the practice of law at, among other locations, 1221 Avenue of the Americas, New York, New York. Among other admissions, I am a member in good standing of the Bar of the State of New York and I have been admitted to practice in New York. There are no disciplinary proceedings pending against me in any jurisdiction.

2. This Certification is made in respect of White & Case’s compliance with the Local Guidelines<sup>2</sup> in connection with White & Case’s First Interim Application for Compensation for Services Rendered and Reimbursement of Expenses Incurred for the Period February 10, 2023 Through May 31, 2023 (the “**Application**”), filed contemporaneously herewith. The information in this Certification is true and correct to the best of my knowledge, information, and belief.

<sup>1</sup> The Debtors in these chapter 11 cases along with the last four digits of each Debtor’s tax identification number (as applicable) are as follows: Genesis Global Holdco, LLC (8219); Genesis Global Capital, LLC (8564); and Genesis Asia Pacific Pte. Ltd. (2164R). For the purpose of these chapter 11 cases, the service address for the Debtors is 250 Park Avenue South, 5th Floor, New York, NY 10003.

<sup>2</sup> Capitalized terms used, but not defined, shall have the meaning ascribed to them in the attached Application.

3. In respect of Section B.1 of the Local Guidelines, I certify that:

- a. I have read the Application;
- b. To the best of my knowledge, information, and belief formed after reasonable inquiry, the fees and expenses sought fall within the Guidelines, except as specifically noted in this Certification and described in the Application;
- c. Except to the extent that fees or disbursements are prohibited by the Local Guidelines, the fees and disbursements sought by the Application are billed at rates and in accordance with practices customarily employed by White & Case and generally accepted by White & Case's clients; and
- d. In providing any reimbursable service, White & Case did not make a profit on such service, whether performed by White & Case in-house or through a third party.

4. The following is provided in response to the request for additional information set forth in Paragraph C.5 of the U.S. Trustee Guidelines:

- a. Did you agree to any variations from, or alternatives to, your standard or customary billing rates, fees or terms for services pertaining to this engagement that were provided during the application period? If so, please explain.
  - i. No.
- b. If the fees sought in this fee application as compared to the fees budgeted for the time period covered by this fee application are higher by 10% or more, did you discuss the reasons for the variation with the client?
  - i. The fees sought in the Application do not exceed the fees budgeted in White & Case's budget and staffing plan.
- c. Have any of the professionals included in this fee application varied their hourly rate based on the geographic location of the bankruptcy case?
  - i. No.
- d. Does the fee application include time or fees related to reviewing or revising time records or preparing, reviewing, or revising invoices? (This is limited to work involved in preparing and editing billing records that would not be compensable outside of bankruptcy and does not include reasonable fees for preparing a fee application.). If so, please quantify by hours and fees.
  - i. Yes. This Application includes time and fees related to reviewing time records or preparing, reviewing, or revising invoices in connection with the preparation of Monthly Fee Statements during the Compensation



Period. White & Case is seeking compensation for approximately 132.1 hours and \$120,529.00 in fees with respect to reviewing time records to prepare such fee applications.

- e. Does this fee application include time or fees for reviewing time records to redact any privileged or other confidential information? If so, please quantify by hours and fees.
  - i. Yes. Such time spent by White & Case to ensure that the time entries subject to this Application do not disclose privileged or confidential information is included in the answer to the previous question. This review and any revisions or redactions associated therewith are a necessary component of White & Case's fee applications.
- f. If the fee application includes any rate increases since retention: Did your client review and approve those rate increases in advance? Did your client agree when retaining the law firm to accept all future rate increases? If not, did you inform your client that they need not agree to modified rates or terms in order to have you continue the representation, consistent with ABA Formal Ethics Opinion 11-458?
  - i. Not applicable, yes, and not applicable.

Dated: July 19, 2023

/s/ Philip Abelson  
Philip Abelson  
White & Case LLP

**EXHIBIT B**

**Timekeeper Summary**

<b>Name</b>	<b>Title</b>	<b>Year Admitted</b>	<b>Areas of Expertise</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
Abelson, Philip	Partner	2000	Financial Restructuring & Insolvency (FRI) Practice	562.8	\$1,590.00	\$894,852.00
Amrein, Steven	Associate	2021	Capital Markets Practice	9	\$830.00	\$7,470.00
Beil, Ryan	Associate	2021	Financial Restructuring & Insolvency (FRI) Practice	84.6	\$960.00	\$81,216.00
Bennett, Rob	Partner	2004	Financial Restructuring & Insolvency (FRI) Practice	7.8	\$1,590.00	\$12,402.00
Chemborisov, Gleb	Litigation Specialist	N/A	Timekeeper Pool	0.5	\$380.00	\$190.00
Cieply, Adam	Partner	2010	M&A - Corporate Practice	8.5	\$1,460.00	\$12,410.00
Clausen, Neil	Associate	2016	Tax Practice	48.9	\$1,180.00	\$57,702.00
Cohen, Joel	Partner	1989	White Collar Practice	10.7	\$1,750.00	\$18,725.00
Cuccinello, Glen	Counsel	1985	Bank Advisory Practice	8.9	\$1,310.00	\$11,659.00
Deol, Sunaina	Associate	2019	Financial Restructuring & Insolvency (FRI) Practice	1	\$1,060.00	\$1,060.00
Diamond, Colin	Partner	2000	Securities Practice	45.3	\$1,950.00	\$88,335.00
Dreier, David	Partner	1995	Tax Practice	22.2	\$1,950.00	\$43,290.00
Eguiluz, Alexandra	Legal Assistant	N/A	Commercial Litigation Practice	8.7	\$380.00	\$3,306.00
Eliaszadeh, Chante	Associate	2021	Bank Advisory Practice	33.9	\$960.00	\$32,544.00
Femino, Laura	Associate	2014	Financial Restructuring & Insolvency (FRI) Practice	11.7	\$1,240.00	\$14,508.00
Forjuoh, Sheila	Associate	2013	Securities Practice	6.9	\$1,020.00	\$7,038.00
Fryman, Scott	Partner	2015	Tax Practice	30.5	\$1,460.00	\$44,530.00
Gal, Elodie	Partner	2007	Securities Practice	1.5	\$1,370.00	\$2,055.00
Haqqani, Mira	Associate	2022	Financial Restructuring & Insolvency (FRI) Practice	13.7	\$740.00	\$10,138.00
Har-El, Ilan	Associate	2020	Tax Practice	33.8	\$1,020.00	\$34,476.00
Hershman, Scott	Partner	1984	White Collar Practice	5.5	\$1,590.00	\$8,745.00
Hirshorn, Deanna	Legal Assistant	N/A	Financial Restructuring & Insolvency (FRI) Practice	43.7	\$380.00	\$16,606.00
Huang, Keith	Project Manager – Litigation Support	N/A	Practice Technology - Disputes	8.6	\$380.00	\$3,268.00
Kaul, Sequoia	Associate	2018	Commercial Litigation Practice	543.8	\$1,060.00	\$576,428.00
Khalil, Zeinab	Associate	N/A	Pool Associates - Litigation	119.5	\$740.00	\$88,430.00
Klitzman, Chad	Associate	2019	Securities Practice	15.1	\$1,060.00	\$16,006.00
Kuethman, Kathryn	Associate	2021	Commercial Litigation Practice	113.4	\$960.00	\$108,864.00
Landy, Douglas	Partner	1994	Bank Advisory Practice	32	\$1,840.00	\$58,880.00
Lingle, Barrett	Associate	2020	Financial Restructuring & Insolvency (FRI) Practice	128.5	\$1,020.00	\$131,070.00
Ludovici, Stephen	Associate	2014	Financial Restructuring & Insolvency (FRI) Practice	81.4	\$1,240.00	\$100,936.00

Lundy, Lauren	Associate	2020	Financial Restructuring & Insolvency (FRI) Practice	172.4	\$1,020.00	\$175,848.00
Ma, Jaime	Associate	2018	M&A - Corporate Practice	21.6	\$1,140.00	\$24,624.00
Mann, Laura Katherine	Partner	2012	Securities Practice	45.6	\$1,370.00	\$62,472.00
Meises, Michele	Counsel	1992	Financial Restructuring & Insolvency (FRI) Practice	539.5	\$1,310.00	\$706,745.00
Mitra, Anais	Associate	2022	Financial Restructuring & Insolvency (FRI) Practice	129.4	\$740.00	\$95,756.00
Murphy, Eliot	Associate	N/A	Pool Associates - Corporate	13.4	\$740.00	\$9,916.00
Parra Criste, Amanda	Associate	2015	Financial Restructuring & Insolvency (FRI) Practice	519.7	\$1,220.00	\$634,034.00
Perez, Michelle	Associate	2021	Financial Restructuring & Insolvency (FRI) Practice	109.7	\$960.00	\$105,312.00
Pesce, Gregory	Partner	2011	Financial Restructuring & Insolvency (FRI) Practice	320.6	\$1,460.00	\$468,076.00
Ramirez, Grace	Associate	2021	Commercial Litigation Practice	246.8	\$960.00	\$236,928.00
Robertson Druehl, Claudette	Counsel	1998	Securities Practice	2.8	\$1,460.00	\$4,088.00
Rogan, Reed	Associate	2021	Financial Restructuring & Insolvency (FRI) Practice	115.5	\$960.00	\$110,880.00
Shabir, Zarka	Associate	N/A	Pool Associates - Litigation	172.3	\$740.00	\$127,502.00
Shore, Christopher	Partner	1992	Commercial Litigation Practice	228.3	\$2,100.00	\$479,430.00
Shu, Cathy	Associate	2022	Financial Restructuring & Insolvency (FRI) Practice	9.7	\$740.00	\$7,178.00
Silverman, Allison	Legal Assistant	N/A	M&A - Corporate Practice	1.6	\$380.00	\$608.00
Skipper, Arianna	Associate	2022	White Collar Practice	20.8	\$830.00	\$17,264.00
Smith, Erin	Associate	2014	Commercial Litigation Practice	287.1	\$1,270.00	\$364,617.00
Smith, Jacquie	Associate	2018	M&A - Corporate Practice	10.4	\$1,020.00	\$10,608.00
Smith, Trudy	Associate	2016	Financial Restructuring & Insolvency (FRI) Practice	199.8	\$1,180.00	\$235,764.00
Stark, Tami	Partner	1999	White Collar Practice	13.1	\$1,370.00	\$17,947.00
Strom, Peter	Associate	2021	Financial Restructuring & Insolvency (FRI) Practice	230.4	\$960.00	\$221,184.00
Sutherland, Gabe	Associate	N/A	Financial Restructuring & Insolvency (FRI) Practice	85.5	\$740.00	\$63,270.00
Teng, Leslie	Associate	2019	M&A - Corporate Practice	9.8	\$1,060.00	\$10,388.00
Vallabhaneni, Prat	Partner	2009	M&A - Corporate Practice	19.8	\$1,370.00	\$27,126.00
Venes, Aileen	Legal Assistant	N/A	Financial Restructuring & Insolvency (FRI) Practice	9	\$380.00	\$3,420.00
West, Colin	Partner	2008	Commercial Litigation Practice	543.4	\$1,370.00	\$744,458.00
Wick, Katie	Legal Assistant	N/A	Financial Restructuring & Insolvency (FRI) Practice	22.9	\$380.00	\$8,702.00
Yoo, Jade	Associate	2020	Commercial Litigation Practice	288.8	\$1,020.00	\$294,576.00
Zhang, Shirley	Associate	2022	M&A - Corporate Practice	0.6	\$830.00	\$498.00
			M&A - Private Equity Practice	3.9	\$830.00	\$3,237.00
<b>Grand Total</b>				<b>6436.6</b>		<b>\$7,759,595.00</b>

**EXHIBIT C**

**Project Summary**

<b>Cat. No.</b>	<b>Project Category Description</b>	<b>Total Hours</b>	<b>Total Fees</b>
B01	Asset Sales	100.2	\$130,744.00
B02	Automatic Stay Issues	214.8	\$242,964.00
B03	Case Administration	145.9	\$151,178.00
B04	Case Strategy	335.5	\$491,082.00
B05	Cash Management & Intercompany Issues	94.2	\$111,905.00
B06	Claims Administration & Objections	165.8	\$205,577.00
B07	Committee Meetings & Communications	836.3	\$1,112,167.00
B08	Corporate, Securities & Regulatory issues	272.3	\$391,457.00
B09	Crypto Matters, Business Operations, & Utilities	56.2	\$72,402.00
B10	Creditor Communications	290.1	\$324,695.00
B11	Exclusivity, Plan & Disclosure Statement	469.9	\$574,486.00
B12	Executory Contracts & Unexpired Leases	0.0	\$0.00
B13	GAP Issues	50.2	\$63,361.00
B14	Hearings	119.6	\$140,609.00
B15	Investigations	2060.5	\$2,274,090.00
B16	Non-working Travel	3.1	\$2,781.00
B17	Professional Retention & Fees – Other	108.9	\$97,822.00
B18	Professional Retention & Fees – W&C	189.2	\$188,491.00
B19	Reports, Schedules & Statements	273.9	\$317,347.00
B20	Taxes	155.6	\$206,212.00
B21	US Trustee Issues	35.0	\$46,526.00
B22	Mediation	459.4	\$613,699.00
	<b>Grand Total</b>	<b>6436.6</b>	<b>\$7,759,595.00</b>

**EXHIBIT D**

**Customary and Comparable Compensation Disclosures for White & Case**

The blended hourly rate for White & Case timekeepers (including both professionals and paraprofessionals) who have billed time during the Compensation Period was approximately \$1,206 per hour (the “**Committee Blended Hourly Rate**”).<sup>1</sup>

The non-bankruptcy blended hourly rate for White & Case’s timekeepers during the 12-month period from July 1, 2022 to and including June 30, 2023 (the “**Comparable Period**”)<sup>2</sup> was, in the aggregate, approximately \$993 per hour (the “**Non-Bankruptcy Blended Hourly Rate**”).<sup>3</sup>

A detailed comparison of these rates is as follows:

<b>Position</b>	<b>Committee Blended Hourly Rate</b>	<b>Non-Bankruptcy Blended Hourly Rate</b>
Partners	\$1,572	\$1,379
Counsel	\$1,311	\$1,159
Associates <sup>4</sup>	\$1,032	\$852
Paraprofessionals <sup>5</sup>	\$380	\$366
<b>Total</b>	<b>\$1,206</b>	<b>\$993</b>

---

<sup>1</sup> White & Case calculated the blended rate for timekeepers who billed to the Committee by dividing the total dollar amount billed by such timekeepers during the Compensation Period by the total number of hours billed by such timekeepers during the Compensation Period. Accordingly, it does not reflect the voluntary reductions made by White & Case in preparing Monthly Fee Statements.

<sup>2</sup> On an annual basis, White & Case re-examines and adjusts for increases in seniority and changes in experience, expertise, and status in January of each year the rates for professionals and paraprofessionals. The calculation of the Non-Bankruptcy Blended Hourly Rate includes the rates White & Case billed in 2022 during the Comparable Period. Further, while the Committee Blended Hourly Rate is calculated based on the time and fees worked during the Compensation Period, the Non-Bankruptcy Blended Hourly Rate is calculated based on when the invoices were issued.

<sup>3</sup> White & Case calculated the Non-Bankruptcy Blended Hourly Rate by dividing the total dollar amount billed by non-bankruptcy timekeepers in the applicable offices to all matters invoiced during the Comparable Period by the total number of hours billed by non-bankruptcy timekeepers in the applicable offices to all matters invoiced during the Comparable Period. For purposes of the foregoing calculation, White & Case included New York and Miami as the applicable offices.

<sup>4</sup> Includes law clerks and staff attorneys.

<sup>5</sup> Includes legal assistants and various litigation support personnel.

**EXHIBIT E**

**Expense Summary**

<b>Description</b>	<b>Amount</b>
E-Discovery Data Hosting / Storage	\$2,146.24
Deposition Transcripts	\$447.60
E-Discovery User Fees	\$975.00
Search Fee	\$209.64
Taxi - Business	\$1,802.30
Airfare	\$689.53
Hotel Expense	\$2,622.80
Supplies	\$3.00
Taxi - Overtime	\$458.26
Document Research	\$8.82
Conference Room Dining	\$1,102.36
Overtime Meals	\$31.46
Express Mail	\$168.13
Printing	\$0.00
Court Costs	\$400.00
Computer Services	\$0.00
<b>Grand Total</b>	<b>\$11,065.14</b>